

# Exhibit F

**JC DeNiro & Associates**  
REAL ESTATE INTERNATIONAL

August 14, 2007

Mr. Stephen McArdle  
333 West 22<sup>nd</sup> Street, Unit #1B  
New York, New York 10011

Re: Baxter Street Condominium  
123 Baxter Street  
New York, New York 10016

Dear Mr. McArdle,

This letter agreement will serve to memorialize the terms agreed to between myself, Christopher Mathieson, Managing Partner of JC DeNiro & Associates and Stephen McArdle ("MCARDLE") for the sole purpose of being the Exclusive Sales and Marketing Agents for the above referenced property as indicated in an executed contract between Baxter Street Development Company, LLC ("SPONSOR") and JC DeNiro & Associates ("AGENT") dated February , 2007 to which both Christopher Mathieson and Stephen McArdle are signatories.

As per the terms of the contract between "AGENT" and "SPONSOR", "AGENT" receives a commission of 2% for each sale that transfers title with the noted exception of Unit #2C. Additionally, there is a payment due to "SPONSOR" in the amount of \$100,000 which will be repaid at a rate of \$4,545.45 per closing which will be deducted from the commissions due "AGENT".

It is agreed that a maximum fee of \$50,000 for the use of "AGENTS" work product in the form of window displays, telephones, data bases, computers, etc., is to be deducted from the commissions due "AGENTS" at a rate of \$2,272.73 per unit closed.

It is agreed and acknowledged that "SPONSOR" has agreed to issue draws against commissions in the amount of \$12,000 per month for a period of up to eight (8) months. At the time of this agreement, a total of \$48,000 (March, April, May, June) has been issued by "SPONSOR" of which "Agent" has received \$12,000 and "McArdle" has received \$36,000. All draws against commission are to be repaid to "SPONSOR" at a rate to be clarified.

It is further agreed that after the noted deductions from the commissions due "AGENT" that all remaining commissions paid to "AGENT" be split equally (50% - 50%) between "AGENT" and "MCARDLE".

AGREED AND ACCEPTED:

Christopher Mathieson, Managing Partner

Stephen McArdle